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**▶ The organization may have to use a copy of this return to satisfy state reporting requirements**

Form **990-EZ** (2010)

Part II

Balance Sheets

Check if the organization used Schedule O to respond to any question in this Part II

☒

| (See the instructions for Part II ) |                                                                               | (A) Beginning of year | (B) End of year |         |
|-------------------------------------|-------------------------------------------------------------------------------|-----------------------|-----------------|---------|
| 22                                  | Cash, savings, and investments . . . . .                                      | 167,170               | 22              | 163,081 |
| 23                                  | Land and buildings . . . . .                                                  | 100                   | 23              | 100     |
| 24                                  | Other assets (describe in Schedule O) . . . . .                               | 31,701                | 24              | 17,683  |
| 25                                  | Total assets . . . . .                                                        | 198,971               | 25              | 180,864 |
| 26                                  | Total liabilities (describe in Schedule O) . . . . .                          | 20,174                | 26              | 1,680   |
| 27                                  | Net assets or fund balances (line 27 of column (B) must agree with line 21) . | 178,797               | 27              | 179,184 |

Part III

Statement of Program Service Accomplishments

Check if the organization used Schedule O to respond to any question in this Part III

☒

What is the organization's primary exempt purpose?  
THE ORGANIZATION PROVIDES SUPPORT TO ENHANCE, IMPLEMENT, AND SUSTAIN THE PROGRAMS AND PROJECTS OF THE PADILLA BAY NATIONAL ESTUARINE RESEARCH RESERVE

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title

| 28 See Additional Data Table |                                                                             | Expenses<br>(Required for section 501 (c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others ) |         |
|------------------------------|-----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|---------|
| (Grants \$ )                 | If this amount includes foreign grants, check here <input type="checkbox"/> | 28a                                                                                                                           |         |
| 29                           |                                                                             |                                                                                                                               |         |
| (Grants \$ )                 | If this amount includes foreign grants, check here <input type="checkbox"/> | 29a                                                                                                                           |         |
| 30                           |                                                                             |                                                                                                                               |         |
| (Grants \$ )                 | If this amount includes foreign grants, check here <input type="checkbox"/> | 30a                                                                                                                           |         |
| 31                           | Other program services (describe in Schedule O) . . . . .                   |                                                                                                                               |         |
| (Grants \$ )                 | If this amount includes foreign grants, check here <input type="checkbox"/> | 31a                                                                                                                           |         |
| 32                           | Total program service expenses (add lines 28a through 31a) . . . . .        | 32                                                                                                                            | 109,428 |

Part IV

List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated (See the instructions for Part IV)

Check if the organization used Schedule O to respond to any question in this Part IV

☒

| (a) Name and address      | (b) Title and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-.) | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|---------------------------|----------------------------------------------------------|--------------------------------------------|---------------------------------------------------------------------|------------------------------------------|
| See Additional Data Table |                                                          |                                            |                                                                     |                                          |
|                           |                                                          |                                            |                                                                     |                                          |
|                           |                                                          |                                            |                                                                     |                                          |
|                           |                                                          |                                            |                                                                     |                                          |

Part V

Other Information (Note the statement requirements in the instructions for Part V.)

Check if the organization used Schedule O to respond to any question in this Part V ☒

|     |                                                                                                                                                                                                                                                                                                                                                                                                                                                  |     |    |  |  |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|--|--|
|     |                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Yes | No |  |  |
| 33  | Did the organization engage in any activity not previously reported to the IRS? If "Yes," provide a detailed description of each activity in Schedule O . . . . .                                                                                                                                                                                                                                                                                | 33  | No |  |  |
| 34  | Were any significant changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the amended documents if they reflect a change to the organization's name. Otherwise, explain the change on Schedule O (see instructions) . . . . .                                                                                                                                                                             | 34  | No |  |  |
| 35  | If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but <b>not</b> reported on Form 990-T, explain in Schedule O why the organization did not report the income on Form 990-T . . . . .                                                                                                                                                                                       |     |    |  |  |
| a   | Did the organization have unrelated business gross income of \$1,000 or more or was it a section 501(c)(4), 501(c)(5), or 501(c)(6) organization subject to section 6033(e) notice, reporting, and proxy tax requirements?                                                                                                                                                                                                                       | 35a | No |  |  |
| b   | If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? (see instructions) . . . . .                                                                                                                                                                                                                                                                                                                                             | 35b |    |  |  |
| 36  | Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N . . . . .                                                                                                                                                                                                                                                      | 36  | No |  |  |
| 37a | Enter amount of political expenditures, direct or indirect, as described in the instructions ▶ <table><tr><td>37a</td><td>0</td></tr></table>                                                                                                                                                                                                                                                                                                    | 37a | 0  |  |  |
| 37a | 0                                                                                                                                                                                                                                                                                                                                                                                                                                                |     |    |  |  |
| b   | Did the organization file <b>Form 1120-POL</b> for this year? . . . . .                                                                                                                                                                                                                                                                                                                                                                          | 37b |    |  |  |
| 38a | Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee <b>or</b> were any such loans made in a prior year and still outstanding at the end of the tax year covered by this return?                                                                                                                                                                                                              | 38a | No |  |  |
| b   | If "Yes," complete Schedule L, Part II and enter the total amount involved . . . . .                                                                                                                                                                                                                                                                                                                                                             | 38b |    |  |  |
| 39  | Section 501(c)(7) organizations. Enter                                                                                                                                                                                                                                                                                                                                                                                                           |     |    |  |  |
| a   | Initiation fees and capital contributions included on line 9 . . . . .                                                                                                                                                                                                                                                                                                                                                                           | 39a |    |  |  |
| b   | Gross receipts, included on line 9, for public use of club facilities . . . . .                                                                                                                                                                                                                                                                                                                                                                  | 39b |    |  |  |
| 40a | Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911 ▶ <u>0</u> , section 4912 ▶ <u>0</u> , section 4955 ▶ <u>0</u>                                                                                                                                                                                                                                                               |     |    |  |  |
| b   | Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it engage in an excess benefit transaction in a prior year that has not been reported on any of its prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I . . . . .                                                                                                                  | 40b | No |  |  |
| c   | Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . . . .                                                                                                                                                                                                                                                        |     |    |  |  |
| d   | Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization . . . . .                                                                                                                                                                                                                                                                                                                          |     |    |  |  |
| e   | All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T . . . . .                                                                                                                                                                                                                                                                               | 40e | No |  |  |
| 41  | List the states with which a copy of this return is filed ▶ <u>WA</u>                                                                                                                                                                                                                                                                                                                                                                            |     |    |  |  |
| 42a | The organization's books are in care of ▶ <u>DEBORAH CANON TREASURER</u> Telephone no ▶ <u>(360) 766-7049</u><br>3675 COLONY MOUNTAIN DR<br>Located at ▶ <u>BOW, WA</u> ZIP + 4 ▶ <u>98232</u>                                                                                                                                                                                                                                                   |     |    |  |  |
| b   | At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?<br>If "Yes," enter the name of the foreign country ▶ _____<br>See the instructions for exceptions and filing requirements for <b>Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts</b> . | 42b | No |  |  |
| c   | At any time during the calendar year, did the organization maintain an office outside of the U S ?<br>If "Yes," enter the name of the foreign country ▶ _____                                                                                                                                                                                                                                                                                    | 42c | No |  |  |
| 43  | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of <b>Form 1041</b> —Check here <input checked="" type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the tax year . . . . .                                                                                                                                                                                                   | 43  |    |  |  |
| 44a | Did the organization maintain any donor advised funds? If "Yes", Form 990 must be completed instead of Form 990-EZ.                                                                                                                                                                                                                                                                                                                              | 44a | No |  |  |
| b   | Did the organization operate one or more hospital facilities during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ                                                                                                                                                                                                                                                                                                        | 44b | No |  |  |
| c   | Did the organization receive any payments for indoor tanning services during the year?                                                                                                                                                                                                                                                                                                                                                           | 44c | No |  |  |
| d   | If "Yes" to line 44c, has the organization filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O                                                                                                                                                                                                                                                                                                              | 44d |    |  |  |

|     |                                                                                                                                                                                                                         |     |    |
|-----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
|     |                                                                                                                                                                                                                         | Yes | No |
| 45  | Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If 'Yes,' Form 990 and Schedule R must be completed instead of Form990-EZ                                 |     | No |
| 45a | Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' Form 990 and Schedule R must be completed instead of Form990-EZ |     | No |
| 46  | Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I                              |     | No |

Part VI

Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.

All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 47-49b and 52.

Check if the organization used Schedule O to respond to any question in this Part VI

|     |                                                                                                   |    |
|-----|---------------------------------------------------------------------------------------------------|----|
|     | Yes                                                                                               | No |
| 47  | Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II        | No |
| 48  | Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E | No |
| 49a | Did the organization make any transfers to an exempt non-charitable related organization?         | No |
| 49b | If "Yes," was the related organization a section 527 organization?                                |    |

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization If there is none, enter "None "

| (a) Name and address of each employee paid more than \$100,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|----------------------------------------------------------------|----------------------------------------------------------|------------------|---------------------------------------------------------------------|------------------------------------------|
| NONE                                                           |                                                          |                  |                                                                     |                                          |
|                                                                |                                                          |                  |                                                                     |                                          |
|                                                                |                                                          |                  |                                                                     |                                          |
|                                                                |                                                          |                  |                                                                     |                                          |

50(f) Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization If there is none, enter "None "

| (a) Name and address of each independent contractor paid more than \$100,000 | (b) Type of service | (c) Compensation |
|------------------------------------------------------------------------------|---------------------|------------------|
| NONE                                                                         |                     |                  |
|                                                                              |                     |                  |
|                                                                              |                     |                  |
|                                                                              |                     |                  |

51(d) Total number of other independent contractors each receiving over \$100,000

52 Did the organization complete Schedule A? NOTE: All Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A Yes No

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

|                          |                                                               |      |                        |                                                              |
|--------------------------|---------------------------------------------------------------|------|------------------------|--------------------------------------------------------------|
| Sign Here                | Signature of officer                                          |      | Date                   |                                                              |
|                          | DEBORAH CANON TREASURER                                       |      |                        |                                                              |
| Paid Preparer's Use Only | Preparer's signature                                          | Date | Check if self-employed | Preparer's taxpayer identification number (See instructions) |
|                          | Firm's name (or yours if self-employed), address, and ZIP + 4 |      |                        | EIN                                                          |
|                          |                                                               |      |                        | Phone no                                                     |

May the IRS discuss this return with the preparer shown above? See instructions Yes No

SCHEDULE A  
(Form 990 or 990EZ)

Department of the Treasury  
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2010

Open to Public  
Inspection

|                                                    |                                              |
|----------------------------------------------------|----------------------------------------------|
| Name of the organization<br>PADILLA BAY FOUNDATION | Employer identification number<br>91-1401169 |
|----------------------------------------------------|----------------------------------------------|

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box )

- 1

☐

A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E )
- 3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state
- 5

☐

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II )
- 6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7

☐

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II )
- 8

☐

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II )
- 9

☒

An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III )
- 10

☐

An organization organized and operated exclusively to test for public safety See**section 509(a)(4).**
- 11

☐

An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h  

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Other

e

☐

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f

☐

If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box

g

☐

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?  

(i)

a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?

(ii)

a family member of a person described in (i) above?

(iii)

a 35% controlled entity of a person described in (i) or (ii) above?

h

☐

Provide the following information about the supported organization(s)

|          | Yes | No |
|----------|-----|----|
| 11g(i)   |     |    |
| 11g(ii)  |     |    |
| 11g(iii) |     |    |

| (i)<br>Name of supported organization | (ii)<br>EIN | (iii)<br>Type of organization (described on lines 1- 9 above or IRC section (see instructions)) | (iv)<br>Is the organization in col (i) listed in your governing document? |    | (v)<br>Did you notify the organization in col (i) of your support? |    | (vi)<br>Is the organization in col (i) organized in the U S ? |    | (vii)<br>Amount of support |
|---------------------------------------|-------------|-------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------|----|--------------------------------------------------------------------|----|---------------------------------------------------------------|----|----------------------------|
|                                       |             |                                                                                                 | Yes                                                                       | No | Yes                                                                | No | Yes                                                           | No |                            |
|                                       |             |                                                                                                 |                                                                           |    |                                                                    |    |                                                               |    |                            |
|                                       |             |                                                                                                 |                                                                           |    |                                                                    |    |                                                               |    |                            |
|                                       |             |                                                                                                 |                                                                           |    |                                                                    |    |                                                               |    |                            |
|                                       |             |                                                                                                 |                                                                           |    |                                                                    |    |                                                               |    |                            |
|                                       |             |                                                                                                 |                                                                           |    |                                                                    |    |                                                               |    |                            |
|                                       |             |                                                                                                 |                                                                           |    |                                                                    |    |                                                               |    |                            |
| Total                                 |             |                                                                                                 |                                                                           |    |                                                                    |    |                                                               |    |                            |

Part II

Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

| Section A. Public Support                                                                                                                                                                             |          |          |          |          |          |           |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                                                         | (a) 2006 | (b) 2007 | (c) 2008 | (d) 2009 | (e) 2010 | (f) Total |
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                                                   |          |          |          |          |          |           |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                                                     |          |          |          |          |          |           |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge                                                                                             |          |          |          |          |          |           |
| 4 Total. Add lines 1 through 3                                                                                                                                                                        |          |          |          |          |          |           |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) |          |          |          |          |          |           |
| 6 Public Support. Subtract line 5 from line 4                                                                                                                                                         |          |          |          |          |          |           |

| Section B. Total Support                                                                                                                                                  |          |          |          |          |          |           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                             | (a) 2006 | (b) 2007 | (c) 2008 | (d) 2009 | (e) 2010 | (f) Total |
| 7 Amounts from line 4                                                                                                                                                     |          |          |          |          |          |           |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                          |          |          |          |          |          |           |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on                                                                      |          |          |          |          |          |           |
| 10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV )                                                                         |          |          |          |          |          |           |
| 11 Total support (Add lines 7 through 10)                                                                                                                                 |          |          |          |          |          |           |
| 12 Gross receipts from related activities, etc (See instructions )                                                                                                        |          |          |          |          | 12       |           |
| 13 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶ |          |          |          |          |          |           |

| Section C. Computation of Public Support Percentage                                                                                                                                                                                                                                                                                                                                          |  |  |  |  |    |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|----|--|
| 14 Public Support Percentage for 2010 (line 6 column (f) divided by line 11 column (f))                                                                                                                                                                                                                                                                                                      |  |  |  |  | 14 |  |
| 15 Public Support Percentage for 2009 Schedule A, Part II, line 14                                                                                                                                                                                                                                                                                                                           |  |  |  |  | 15 |  |
| 16a 33 1/3% support test—2010. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶                                                                                                                                                                         |  |  |  |  |    |  |
| b 33 1/3% support test—2009. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶                                                                                                                                                                    |  |  |  |  |    |  |
| 17a 10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization ▶    |  |  |  |  |    |  |
| b 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization ▶ |  |  |  |  |    |  |
| 18 Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions ▶                                                                                                                                                                                                                                                        |  |  |  |  |    |  |

Part III

Support Schedule for Organizations Described in Section 509(a)(2)  
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

| Section A. Public Support                                                                                                                                                  |          |          |          |          |          |           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                              | (a) 2006 | (b) 2007 | (c) 2008 | (d) 2009 | (e) 2010 | (f) Total |
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                        | 45,792   | 72,669   | 75,579   | 124,890  | 93,932   | 412,862   |
| 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose | 5,248    | 6,582    | 6,915    | 7,147    | 37,422   | 63,314    |
| 3 Gross receipts from activities that are not an unrelated trade or business under section 513                                                                             |          |          |          |          |          |           |
| 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                          |          |          |          |          |          |           |
| 5 The value of services or facilities furnished by a governmental unit to the organization without charge                                                                  |          |          |          |          |          |           |
| 6 Total. Add lines 1 through 5                                                                                                                                             | 51,040   | 79,251   | 82,494   | 132,037  | 131,354  | 476,176   |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons                                                                                                |          |          |          |          |          | 0         |
| b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year           |          |          |          |          |          | 0         |
| c Add lines 7a and 7b                                                                                                                                                      |          |          |          |          |          | 0         |
| 8 Public Support (Subtract line 7c from line 6 )                                                                                                                           |          |          |          |          |          | 476,176   |

| Section B. Total Support                                                                                                                                                          |          |          |          |          |          |           |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                                     | (a) 2006 | (b) 2007 | (c) 2008 | (d) 2009 | (e) 2010 | (f) Total |
| 9 Amounts from line 6                                                                                                                                                             | 51,040   | 79,251   | 82,494   | 132,037  | 131,354  | 476,176   |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                                | 1,031    | 1,162    | 1,055    | 1,228    | 863      | 5,339     |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975                                                                         |          |          |          |          |          |           |
| c Add lines 10a and 10b                                                                                                                                                           | 1,031    | 1,162    | 1,055    | 1,228    | 863      | 5,339     |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on                                                    |          |          |          |          |          |           |
| 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)                                                                                |          |          |          |          |          |           |
| 13 Total support (Add lines 9, 10c, 11 and 12.)                                                                                                                                   | 52,071   | 80,413   | 83,549   | 133,265  | 132,217  | 481,515   |
| 14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ |          |          |          |          |          |           |

| Section C. Computation of Public Support Percentage                                     |    |          |
|-----------------------------------------------------------------------------------------|----|----------|
| 15 Public Support Percentage for 2010 (line 8 column (f) divided by line 13 column (f)) | 15 | 98.890 % |
| 16 Public support percentage from 2009 Schedule A, Part III, line 15                    | 16 |          |

| Section D. Computation of Investment Income Percentage                                                                                                                                                                                                               |    |         |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------|
| 17 Investment income percentage for 2010 (line 10c column (f) divided by line 13 column (f))                                                                                                                                                                         | 17 | 1.110 % |
| 18 Investment income percentage from 2009 Schedule A, Part III, line 17                                                                                                                                                                                              | 18 |         |
| 19a 33 1/3% support tests—2010. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶         |    |         |
| b 33 1/3% support tests—2009. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ |    |         |
| 20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions ▶                                                                                                                                          |    |         |

Part IV

**Supplemental Information.** Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury

Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization

PADILLA BAY FOUNDATION

Employer identification number

91-1401169

| Identifier              | Return Reference            | Explanation         |
|-------------------------|-----------------------------|---------------------|
| OTHER INVESTMENT INCOME | FORM 990-EZ, PART I, LINE 4 | INTEREST INCOME 863 |

| Identifier                     | Return Reference            | Explanation                                                                                                                                                                                                                                                                                              |
|--------------------------------|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| INCOME FROM SALES OF INVENTORY | FORM 990-EZ, PART I, LINE 7 | INCOME GROSS RECEIPTS 8,129 RETURNS AND ALLOWANCES 0 LESS COST OF GOODS SOLD 3,904 GROSS PROFIT 4,225 COST OF GOODS SOLD INVENTORY AT BEGINNING OF YEAR 9,615 MERCHANDISE PURCHASED 3,786 COST OF LABOR 0 MATERIALS AND SUPPLIES 0 OTHER COSTS 0 INVENTORY AT END OF YEAR 9,497 COST OF GOODS SOLD 3,904 |

| Identifier                                    | Return Reference                | Explanation                                                                                                    |
|-----------------------------------------------|---------------------------------|----------------------------------------------------------------------------------------------------------------|
| OCCUPANCY, RENT, UTILITIES<br>AND MAINTENENCE | FORM 990-EZ, PART<br>I, LINE 14 | DESCRIPTION DEPRECIATION AMOUNT 158 DESCRIPTION OTHER EXPENSES<br>AMOUNT 240 TOTAL TO FORM 990-EZ, LINE 14 398 |

| Identifier     | Return Reference             | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|----------------|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| OTHER EXPENSES | FORM 990-EZ, PART I, LINE 16 | DESCRIPTION PROGRAM SERVICES (SEE PART III) AMOUNT 109,428 DESCRIPTION PAYROLL TAXES AMOUNT 461 DESCRIPTION ANNUAL MEETING AMOUNT 335 DESCRIPTION MERCHANT FEES AMOUNT 353 DESCRIPTION TELEPHONE AMOUNT 1,079 DESCRIPTION MILEAGE REIMBURSEMENT AMOUNT 247 DESCRIPTION LICENSES AND DUES AMOUNT 250 DESCRIPTION INSURANCE AMOUNT 2,031 DESCRIPTION GRANT WRITING AMOUNT 2,688 DESCRIPTION TRAINING AMOUNT 612 DESCRIPTION FUNDRAISING EXPENSES AMOUNT 162 TOTAL TO FORM 990-EZ, LINE 16 117,646 |

| Identifier   | Return Reference              | Explanation                                                                                                                                                                                                                                         |
|--------------|-------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| OTHER ASSETS | FORM 990-EZ, PART II, LINE 24 | DESCRIPTION ACCOUNTS RECEIVABLE BEG OF YEAR AMOUNT 21,713 END OF YEAR AMOUNT 7,971<br>DESCRIPTION INVENTORY BEG OF YEAR AMOUNT 9,615 END OF YEAR AMOUNT 9,497 DESCRIPTION<br>OTHER DEPRECIABLE ASSETS BEG OF YEAR AMOUNT 373 END OF YEAR AMOUNT 215 |

| Identifier           | Return Reference                 | Explanation                                                                                                    |
|----------------------|----------------------------------|----------------------------------------------------------------------------------------------------------------|
| OTHER<br>LIABILITIES | FORM 990-EZ, PART II,<br>LINE 26 | DESCRIPTION ACCOUNTS PAYABLE, PAYROLL AND BUSINESS TAXES BEG OF YEAR<br>AMOUNT 20,174 END OF YEAR AMOUNT 1,680 |

## TY 2010 Transfers Personal Benefits Contracts Declaration

**Name:** PADILLA BAY FOUNDATION

**EIN:** 91-1401169

**Declaration:** THE ORGANIZATION DID NOT, DURING THE YEAR, RECEIVE ANY FUNDS, DIRECTLY,OR INDIRECTLY, TO PAY PREMIUMS ON A PERSONAL BENEFIT CONTRACT.THE ORGANIZATION, DID NOT, DURING THE YEAR, PAY ANY PREMIUMS, DIRECTLY,OR INDIRECTLY, ON A PERSONAL BENEFIT CONTRACT.

Additional Data

Software ID:

Software Version:

EIN: 91-1401169

Name: PADILLA BAY FOUNDATION

Form 990EZ, Part III - Statement of Program Service Accomplishments

| Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.                                                                                                                                                                                                                                                                                                                                                             |  | Expenses<br>(Required for 501(c)(3) and 501(c)(4) organizations and 4947(a)(1) trusts; optional for others.) |        |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------------------------------------------------------------------|--------|
| <div>28 CONDUCTED A CAMPAIGN TO RAISE FUNDS FOR AN ACQUARIUM FEATURING THE PADILLA BAY ESTUARY IN THE PADILLA BAY NATIONAL ESTUARINE RESEARCH RESERVE (NERR) EXHIBIT ROOM</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div>                                                                                                                                                                                                                                                                                             |  | 28a                                                                                                          | 75,167 |
| <div>29 NETWORKED ASSOCIATION OF NW OCEAN OBSERVING SYSTEMS - GIVES COMMERCIAL SHELLFISH GROWERS ACCESS TO REAL TIME WATER QUALITY DATA MONITORED AT SITES IN ALASKA, OREGON AND WASHINGTON STATE COORDINATED BY PADILLA BAY NERR</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div>                                                                                                                                                                                                                                     |  | 29a                                                                                                          | 7,313  |
| <div>30 STORM TEAM - WATER QUALITY MONITORING DONE AT VARIOUS SITES IN THE WATERSHED PROXIMAL TO PBNERR THIS IS A VOLUNTEER PROGRAM THAT HAS TRAINED INDIVIDUALS ABLE TO RESPOND IN AN ON-CALL BASIS DURING EVENTS OF HIGH PRECIPITATION RESULTS OF LAB ANALYSIS OF WATER SAMPLES GIVES FECAL COLIFORM COUNTS WHICH ARE SHARED IMMEDIATELY WITH LOCAL COMMERCIAL SHELLFISH GROWERS, HEALTH DEPARTMENT,WA STATE ECOLOGY AND OTHER COUNTY AGENCIES WHO CAN USE THE DATA</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div> |  | 30a                                                                                                          | 4,762  |
| <div>HOSTED PUBLIC SERVICE TALKS AND EVENTS REGARDING ESTUARIES AND OTHER ENVIRONMENTAL ISSUES</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div>                                                                                                                                                                                                                                                                                                                                                                        |  |                                                                                                              | 2,961  |
| <div>CLIMATE SUMMIT - AN ALL DAY CLINIC ATTENDED BY 68 INDIVIDUALS SESSION FOCUSED ON EDUCATION AND OUTREACH TOOLS AND BEHAVIOR CHANGE RELATED TO GLOBAL WARMING</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div>                                                                                                                                                                                                                                                                                                      |  |                                                                                                              | 1,692  |
| <div>B-WET TEACHERS - NOAA'S ESTUARINE RESERVES DIVISION DEVELOPED A PROGRAM WHEREBY EDUCATION COORDINATORS HOLD CLINICS TO TRAIN CLASSROOM TEACHERS IN ESTUARY SCIENCE THAT ALSO GIVES THEM A SMALL STIPEND WHEN THEY DESIGN A LESSON PLAN THAT CONTAINS ELEMENTS OF ESSENTIAL ACADEMIC LEARNING REQUIREMENTS AND SUBMIT IT FOR THE EDUCATION COORDINATOR'S REVIEW</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div>                                                                                                   |  |                                                                                                              | 2,540  |
| <div>DIRECT SUPPORT OF PADILLA BAY NATIONAL ESTUARINE RESEARCH RESERVE FOR RESEARCH AND MONITORING AND LAB SUPPORT</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div>                                                                                                                                                                                                                                                                                                                                                    |  |                                                                                                              | 4,365  |
| <div>YOUTH EARTH SUMMIT - HIGH SCHOOL LEVEL CLIMATE CLUBS SEND STUDENTS TO AN ALL DAY SUMMIT WHEREIN THEY NETWORK ON THE TOPIC OF CLIMATE CHANGE AND RELATED ISSUES AND PLAN A PROJECT TO BE CARRIED OUT AT THEIR SCHOOL FOR THE COMING YEAR THEY ARE ASSISTED BY LOCAL VOLUNTEERS IN THE CLIMATE STEWARDS GROUP AND BY THEIR OWN ATTENDING SCIENCE TEACHER</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div>                                                                                                           |  |                                                                                                              | 2,612  |
| <div>MAINTAIN GUESTHOUSE OWNED BY PADILLA BAY NERR USED FOR VISITING RESEARCHERS, EDUCATORS AND OTHER CONSERVATION GROUPS ATTENDING TRAINING AND CONFERENCES AT PADILLA BAY NERR</div> <div>(Grants \$ 0)</div> <div>If this amount includes foreign grants, check here . . . <input type="checkbox"/></div>                                                                                                                                                                                                                                                                                      |  |                                                                                                              | 8,016  |

**Form 990EZ, Part IV - List of Officers, Directors, Trustees, and Key Employees**

| (A) Name and address                                             | (B) Title and average hours per week devoted to position | (C) Compensation (If not paid, enter -0-.) | (D) Contributions to employee benefit plans & deferred compensation | (E) Expense account and other allowances |
|------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|---------------------------------------------------------------------|------------------------------------------|
| GAIL SMITH<br>PO BOX 1245<br>MOUNT VERNON,WA 98273               | DIRECTOR 0 50                                            | 0                                          | 0                                                                   | 0                                        |
| CHARLES O'HARA<br>PO BOX 817<br>LACONNOR,WA 98257                | DIRECTOR 0 50                                            | 0                                          | 0                                                                   | 0                                        |
| TOM RICHARDS<br>1311 - 5TH STREET<br>ANACORTES,WA 98221          | DIRECTOR 0 50                                            | 0                                          | 0                                                                   | 0                                        |
| DEB CANON<br>3675 COLONY MOUNTAIN DR<br>BOW,WA 98232             | TREASURER 4 00                                           | 0                                          | 0                                                                   | 0                                        |
| LYN BISHOP<br>12343 BAYVIEW CEMETERY RD<br>MOUNT VERNON,WA 98273 | DIRECTOR 0 50                                            | 0                                          | 0                                                                   | 0                                        |
| PAUL DINNEL<br>1519 13TH STREET<br>ANACORTES,WA 98221            | DIRECTOR 1 00                                            | 0                                          | 0                                                                   | 0                                        |
| ED GASTELLUM<br>14451 ASHLEY PLACE<br>ANACORTES,WA 98221         | DIRECTOR 1 00                                            | 0                                          | 0                                                                   | 0                                        |
| CORT LIDDELL<br>17943 KAMB RD<br>MOUNT VERNON,WA 98273           | DIRECTOR 0 50                                            | 0                                          | 0                                                                   | 0                                        |
| KRAIG KEMPER<br>137 NORHT 76TH STREET<br>SEATTLE,WA 98103        | DIRECTOR 0 50                                            | 0                                          | 0                                                                   | 0                                        |
| TIM MANNS<br>1220 SOUTH 11TH STREET<br>MOUNT VERNON,WA 98273     | VICE PRESIDENT 1 00                                      | 0                                          | 0                                                                   | 0                                        |
| PHIL TEAS<br>PO BOX 622<br>ANACORTES,WA 98221                    | SECRETARY 1 00                                           | 0                                          | 0                                                                   | 0                                        |
| MARK KRESOVSKY<br>8579 TEXAS RD<br>ANACORTES,WA 98221            | PRESIDENT 3 00                                           | 0                                          | 0                                                                   | 0                                        |